

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

DIRK KEUNING, individually and on behalf
of all others similarly situated,

Plaintiff,

v.

COVISINT CORP., BERNARD M.
GOLDSMITH, WILLIAM O. GRABE,
LAWRENCE DAVID HANSEN, SAMUEL M.
INMAN, ANDREAS MAI, JOHN F. SMITH,
and JONATHAN YARON,

Defendants.

Case No. 17-11958

CLASS ACTION

ROBERT BERG, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

v.

COVISINT CORPORATION, JOHN F.
SMITH, BERNARD M. GOLDMISTH,
WILLIAM O. GRABE, DAVE HANSEN, SAM
INMAN III, ANDREAS MAI, JONATHAN
YARON, OPEN TEXT CORPORATION, and
CYPRESS MERGER SUB, INC.,

Defendants.

Case No. 17-12000

CLASS ACTION

[captions continue on next page]

VALIANT K. LAI, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

COVISINT CORP., JOHN F. SMITH,
SAMUEL M. INMAN, BERNARD M.
GOLDSMITH, WILLIAM O. GRABE,
LAWRENCE DAVID HANSEN,
ANDREAS MAI, and JONATHAN
YARON,

Defendants.

Case No. 17-12183

CLASS ACTION

**JOINT STIPULATION AND [PROPOSED] ORDER
CONSOLIDATING RELATED ACTIONS**

WHEREAS, three related shareholder class actions have been filed regarding the proposed acquisition of Covisint Corporation (“Covisint”) by Open Text Corporation (the “Proposed Transaction”) in this Court: *Keuning v. Covisint Corp., et al.*, No. 2:17-cv-11958-RHC-DRG (Jun 20, 2017); *Berg v. Covisint Corp., et al.*, No. 2:17-cv-12000-SJM-APP (Jun 21, 2017); *Lai v. Covisint Corp., et al.*, No. 2:17-cv-12183-SJM-RSW (July 5, 2017) (the “Actions”).

WHEREAS, the Actions involve common questions of law or fact;

WHEREAS, consolidation of the Actions would effectuate judicial economy and expediency of proceedings.

IT IS HEREBY STIPULATED AND AGREED, by plaintiffs Dirk Keuning, Robert Berg, and Valiant K. Lai and by defendants Covisint Corp., John F. Smith, Bernard M. Goldsmith, William O. Grabe, Lawrence David Hansen, Sam Inman, Andreas Mai,

Jonathan Yaron (collectively, the “Covisint Defendants”), through their respective undersigned counsel, as follows:¹

1. The following actions shall be consolidated for all purposes, including trial, to form this consolidated action: *Keuning v. Covisint Corp., et al.*, No. 2:17-cv-11958-RHC-DRG (Jun 20, 2017); *Berg v. Covisint Corp., et al.*, No. 2:17-cv-12000-SJM-APP (Jun 21, 2017); *Lai v. Covisint Corp., et al.*, No. 2:17-cv-12183-SJM-RSW (July 5, 2017).

2. Every pleading filed in this consolidated action shall bear the following caption:

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

IN RE COVISINT CORP. SHAREHOLDER LITIGATION	Case No. 17-11958
This Document Relates To: ALL ACTIONS	Consolidated with 17 -12000 17 -12183
	<u>CLASS ACTION</u>

3. Undersigned counsel for the Covisint Defendants hereby acknowledges receipt of and accepts service of the complaints filed on June 20, 2017 in *Keuning v. Covisint Corp., et al.*, No. 2:17-cv-11958-RHC-DRG; June 21, 2017 in *Berg v. Covisint Corp., et al.*, No. 2:17-cv-12000-SJM-APP; and July 5, 2017 in *Lai v. Covisint Corp., et*

¹ Open Text Corporation and its subsidiary, Cypress Merger Sub, Inc., were named as parties in the *Berg* action, but have not yet been served and thus do not join in this stipulation.

al., No. 2:17-cv-12183-SJM-RSW on behalf of the Covisint Defendants and waives their right to formal service of process pursuant to Fed. R. Civ. P. 4(d);

4. The complaint in the *Lai* action shall be the operative pleading for the plaintiffs in the consolidated action until and unless a consolidated amended complaint is filed. No response or answer to the complaints in the *Keuning* or *Berg* actions shall be required. Unless a consolidated amended complaint is filed in the interim, Defendants shall file their anticipated motion to dismiss the *Lai* complaint under the consolidated caption within 90 days of the entry of this order; and

5. This Order shall apply to each case, arising out of the same or substantially the same transactions or events as the Actions, which is subsequently filed in, removed to, or transferred to this Court.

6. All subsequent papers filed after the date of this order shall be entered on civil number 17-11958.

7. Civil numbers 17-12000 and 17-12183 are hereby closed for administrative purposes.

Dated: July 10, 2017

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S/Robert H. Cleland
ROBERT H. CLELAND
UNITED STATES DISTRICT JUDGE

Dated: July 18, 2017

I hereby certify that a copy of the foregoing document was mailed to counsel of record and/or pro se parties on this date, July 18, 2017, by electronic and/or ordinary mail.

S/Lisa Wagner
Case Manager and Deputy Clerk
(810) 292-6522